

WAPLAR, J.

ANDERSON KILL & OLICK, P.C.
JAMES M. ANDRIOLA (JA 9298)
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INCOMING ATTORNEYS FOR CIPRIANI, INC.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

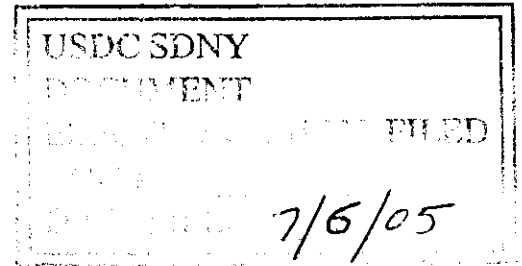
CIPRIANI GROUP, INC. and GIUSEPPE
CIPRIANI,

Plaintiffs,

- against -

CIPRIANI, INC.,

Defendant.



05 CV 3399 (LAK)

STIPULATION AND ORDER OF SUBSTITUTION

It is hereby stipulated and agreed, by and between the undersigned, that the firm of Anderson Kill & Olick, P.C. is substituted as attorney of record for Cipriani, Inc., in place and instead of the firm of Perkins & Dunnegan in the above-entitled actions.

Dated: New York, New York
June 30, 2005

A handwritten signature of William Dunnegan in cursive script.

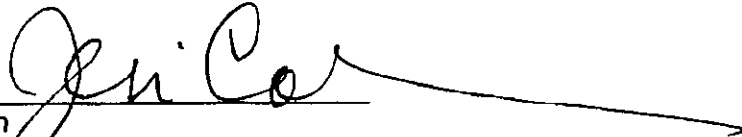
William Dunnegan (WD 9316)
Perkins & Dunnegan
45 Rockefeller Plaza
New York, New York 10111
(212) 332-8300

Outgoing Counsel for Cipriani, Inc.

A handwritten signature of James M. Andriola in cursive script.

James M. Andriola (JA 9298)
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Incoming Counsel for Cipriani, Inc.


Jeri Cohen
Cipriani, Inc.
1023 A Third Avenue
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SO ORDERED:

Dated: 7/6/05


Honorable Lewis A. Kaplan, U.S.D.J.